

# HELM

FINANCIAL CORPORATION

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September 16, 2004

RECORDATION NO.

20352-A

FILED

SEP 20 '04

10-16 AM

SURFACE TRANSPORTATION BOARD



Mr. Vernon Williams  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

RE: Termination of Per Diem Lease Agreement dated as of August 27, 2004 by Helm Financial Corporation ("Termination").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor:

Helm Financial Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Name and Address of Lessee:

Railtex Service Company, Inc.  
4040 Broadway, Suite 200  
San Antonio, TX 78209

Equipment:

99 TOFC/COFC Flatcars  
MNA 900480 - 900519 (Inclusive)

Please record this Termination as a supplemental agreement to STB Recordation No. 20352 filed on November 5, 1996 at 3:10 PM. The filing fee of \$30.00 is included in our enclosed check.

**Summary:** Termination of Per Diem Lease Agreement dated as of August 27, 2004 by Helm Financial Corporation for 99 TOFC/COFC flatcars; MNA 900480 - 900519 (Inclusive), to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 20352.

Yours truly,

Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Enclosures (2)

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**TERMINATION OF LEASE**

**SURFACE TRANSPORTATION BOARD**

**THIS TERMINATION OF PER DIEM LEASE AGREEMENT ("Termination")** is dated as of August 27, 2004 by **HELM FINANCIAL CORPORATION**, a California corporation ("**Lessor**").


1. **Recitals.** Lessor entered into the Per Diem Lease Agreement dated as of November 9, 1995 ("**Lease**") with **Railtex Service Company, Inc.**, a Texas corporation, with respect to the ninety-nine (99) railcars described in Schedule A attached hereto. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("**STB**") under STB Recordation No. **20352** filed on November 5, 1996 at 3:10 PM.

The Lease was terminated on November 9, 2001. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. **Termination.** The Lease is hereby formally terminated.

**IN WITNESS WHEREOF**, Lessor, pursuant to due corporate authority, has caused this Termination of Lease to be signed in its corporate name as of the date first above written.

**HELM FINANCIAL CORPORATION**

By:   
Name: Barbara W. Wilson  
Title: Senior Vice President & CFO

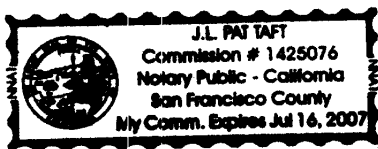
STATE OF CALIFORNIA                     )  
   ) S.S.  
COUNTY OF SAN FRANCISCO         )

On August 31, 2004, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

— proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

J. L. Pat Taft  
SIGNATURE OF THE NOTARY

**SCHEDULE A**

**To the Termination of Lease dated August 27, 2004**

**Description of the Units:** Ninety-nine (99), TOFC/COFC flatcars built by Thrall in 1978.

**Unit Numbers:**

**MNA 900480 - 900519**